

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**B2 OPPORTUNITY FUND, LLC, DIRECTLY)
DIRECTLY AND AS ASSIGNEE OF)
ZENERGY, INC., F/K/A MAZZAL HOLDING)
CORP., a Nevada corporation,)**

Plaintiff,

v.

**NISSIM S. TRABELSI, A/K/A SHAWN TELSI,)
INDIVIDUALLY AND AS TRUSTEE OF THE)
MAZZAL TRUST, A/K/A THE MAZZAL)
LIVING TRUST, AND THE BANY'S LIVING)
TRUST; ET AL.)**

Defendants.

Civil Action No. 1:17-CV-10043-RGS

DEFAULT JUDGMENT

STEARNS, D.J.

Defendants Mazzal Holding Corp., a Massachusetts corporation, Magnolia Road, LLC, a Massachusetts limited liability company, the Mazzal Trust, a/k/a the Mazzal Living Trust, a Massachusetts trust, and the Bany's Living Trust, a Massachusetts trust (all of the foregoing Defendants collectively are called the "Trabelsi Entities"), having failed to comply with this Court's orders to obtain representation by legal counsel and to have that counsel enter his or her appearance in this action on their behalf, and their default having been entered,

Now, upon application of Plaintiff B2 Opportunity Fund, LLC ("B2"), individually and as claim assignee of Zenergy, Inc., f/k/a Mazzal Holding Corp. a Nevada corporation (hereinafter called "Zenergy-Mazzal"), and upon consideration of the affidavits and other evidence of record in this action, including Plaintiff's Verified First Amended Complaint, Dkt. No. 77 and three Sworn

Declarations of Peter M. Peterson, Dkt. Nos. 5-1, 16-1 and 23-1, demonstrating that the Trabelsi Entities owe Plaintiff B2 the sum of \$599,023, and multiple damages in the sum of \$ 1,797,069.00, that the Trabelsi Entities are not infants or incompetent persons or in the military service of the United States, and that Plaintiff B2 has incurred costs in the sum of \$ 1,631.24 and reasonable attorneys' fees in the sum of \$ 141,797.50 in this litigation.

It is hereby ORDERED, ADJUDGED AND DECREED that Plaintiff B2 have and recover from the Trabelsi Entities the principal amount of \$ 1,940,497.74, and prejudgment interest at the rate of 12 % per annum from January 10, 2017 to today in the amount of \$ 365,557.88 for a total judgment of \$ 2,306,055.62 with interest as provided by law.

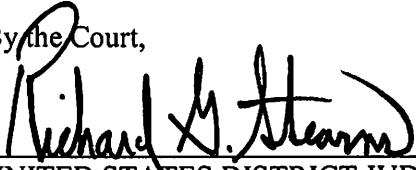
Additionally, Plaintiff B2 shall be entitled to recover from the Trabelsi Entities all costs, expenses and attorneys' fees arising out of or related to any post-judgment proceeding, including one to collect or enforce any judgment or award resulting from this Judgment.

It is further hereby ORDERED, ADJUDGED AND DECREED the:

- (a) Plaintiff B2 is and has been since February 8, 2016 the rightful owner of the 9,500,000 shares of free-trading common stock in Znergy-Mazzal that were held in the name of Shawn Telsi as of February 5, 2016 (the "Free Trading Telsi Shares");
- (b) The Trabelsi Entities are directed to transfer and deliver to B2 or its designee all of the portions of the Free-Trading Telsi Shares not yet sold into the over-the-counter market ("OTC Market"), if any, and in their possession, custody or control in any name or capacity;

- (c) B2 is and has been since February 8, 2016 the rightful owner of all proceeds of sale of any Free-Trading Telsi Shares that have been sold into the OTC Market or otherwise;
- (d) The Trabelsi Entities shall provide to B2 a full accounting of all sales of any Free-Trading Telsi Shares, all proceeds of sale received for any such sales, all transfers of such proceeds, when and by whom the proceeds were received, and the current repository of such proceeds or assets acquired with such proceeds by August 27, 2018;
- (e) to the extent that any of the Trabelsi Entities, directly or through any controlled entities, transferees or assignees, have/has received or are/is holding any proceeds of the sale of any of the 9,500,000 Free-Trading Telsi Shares, such persons and entities do so only as constructive trustees and agents for B2 and must pay over all such proceeds to B2 promptly.
- (f) the deed filed with the Northern Bristol County Registry of Deeds on or about August 8, 2016 purporting to transfer the property known as 165R and 171 Hart Street, Taunton, Massachusetts (the "Property") from "Mazzal Holding Corp. Massachusetts Corporation" to Defendant Bany's Living Trust (the "Fake Deed", which is recorded at Book 23161, page 39 of the Bristol County North Registry of Deeds) is fraudulent, void and of no effect, because the purported grantor, Mazzal Holding Corp., a Massachusetts corporation, was not the owner of the Property at the time the Fake Deed was signed and filed;
- (g) Znergy-Mazzal remains the lawful owner of the Property in which title is quieted (and of which a more detailed description is contained in the referenced Fake Deed);
- (h) Znergy-Mazzal is entitled to retain the benefit of any improvements and fixtures, if any, placed on the Property by or at the request of any Defendant; and
- (i) Znergy-Mazzal is not required to transfer the Property to The Mazzal Trust or to Nissim as trustee of the Mazzal Trust under the Amended Master Stock Purchase Agreement dated

as of February 4, 2016, among Nissim Trabelsi, Shawn Telsi, The Mazzal Trust, B2 Opportunity Fund LLC, and Znergy-Mazzal, nor to any other person or entity, until such time as Plaintiff B2's monetary damages, attorneys' fees, costs and interest as ordered herein have been paid by the Trabelsi Entities in full.

By the Court,

UNITED STATES DISTRICT JUDGE

DATED: ____ August 6 ____, 2018.

NOTE: The post judgment interest rate effective this date is _2.45_ %.